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CHINA EVERBRIGHT INTERNATIONAL LIMITED

中國光大國際有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 257)

PROPOSED SPIN-OFF AND SEPARATE LISTING OF THE GREENTECH BUSINESS ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED

REVISED POST HEARING INFORMATION PACK

On 30 March 2017, CEGL submitted the PHIP to the Stock Exchange for publication on the Stock Exchange’s website.

The Board announces that in connection with the Proposed Spin-off, CEGL will on 17 April 2017 submit the Revised PHIP to the Stock Exchange for publication on the Stock Exchange’s website at <http://www.hkexnews.hk>. The Revised PHIP, which is blacklined to show the changes made to the PHIP, replaces the PHIP. It is expected that the Revised PHIP will be available for viewing and downloading on the Stock Exchange’s website before midnight on 17 April 2017.

1. INTRODUCTION

This announcement is made pursuant to Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09(2) of the Listing Rules.

The Company refers to the announcements made by it dated 10 November 2015, 8 June 2016, 29 March 2017, 30 March 2017 and 12 April 2017 (the “**Announcements**”) relating to the Proposed Spin-off. Unless otherwise defined herein, capitalized terms in this announcement have the same respective meanings given to them in the Announcements.

2. REVISED PHIP

On 30 March 2017, CEGL submitted the post hearing information pack (“**PHIP**”) to the Stock Exchange for publication on the Stock Exchange’s website.

The Board announces that in connection with the Proposed Spin-off, CEGL will on 17 April 2017 submit a revised post hearing information pack (the “**Revised PHIP**”) to the Stock Exchange for publication on the Stock Exchange’s website at <http://www.hkexnews.hk>. The Revised PHIP, which is blacklined to show the changes made to the PHIP, replaces the PHIP. It is expected that the Revised PHIP will be available for viewing and downloading on the Stock Exchange’s website before midnight on 17 April 2017.

The Revised PHIP contains, among other things, certain business and financial information relating to the CEGL Group. As was the case for the PHIP, Shareholders should note that the Revised PHIP is in draft form and the information contained in it is subject to change, which can be material. The Company does not have any obligation or liability whatsoever in relation to the Revised PHIP.

3. GENERAL

Shareholders and potential investors of the Company are reminded that the Proposed Spin-off and the Listing are subject to, among other things, the listing approval of the Stock Exchange, the final decision of the Board and the board of directors of CEGL which are dependent upon, among others, market conditions during the period from now and up to the proposed Listing and other considerations. The Board will only proceed with the Proposed Spin-off if the Board considers that the price of the CEGL Shares to be obtained in the Listing and the other terms thereunder, subject to market conditions, would be in the interests of the Company and the Shareholders as a whole.

Accordingly, Shareholders and potential investors of the Company should be aware that there is no assurance that the Proposed Spin-off and the Listing will take place and, if so, when they may take place. If the Proposed Spin-off and the Listing do not proceed for any reason, the Global Offering and the Preferential Offering will not proceed.

If the Proposed Spin-off and the Listing proceed, the timetable for the Listing, including the Preferential Offering, will be set out in the Prospectus to be issued by C EGL and in a further announcement to be made by the Company. Any decision to apply for C EGL shares under the Global Offering should be based solely on the information provided in the Prospectus.

Given the uncertainty of the Proposed Spin-off and the Listing, Shareholders and potential investors of the Company should exercise caution when dealing in or investing in the securities of the Company. Any person who is in doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional advisers.

By Order of the Board
China Everbright International Limited
Poon Yuen Ling
Company Secretary

Hong Kong, 13 April 2017

As at the date of this announcement, the Board comprises: (i) five executive directors, namely Mr. Cai Yunge (Chairman), Mr. Chen Xiaoping (Chief Executive Officer), Mr. Wang Tianyi, Mr. Wong Kam Chung, Raymond and Mr. Cai Shuguang; (ii) a non-executive director, namely Mr. Tang Shuangning; and (iii) four independent non-executive directors, namely Mr. Fan Yan Hok, Philip, Mr. Mar Selwyn, Mr. Li Kwok Sing, Aubrey and Mr. Zhai Haitao.